

## **EXHIBIT G**

**BUTZEL LONG**  
ATTORNEYS AND COUNSELORS

*a professional corporation*

Tax I.D. No.

Suite 100 150 West Jefferson  
Detroit, Michigan 48226  
T: 313 225 7000 F: 313 225 7080  
www.butzel.com

UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473899

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	4.20	hours at	\$525.00	\$2,205.00
Barry N. Seidel	0.10	hours at	\$725.00	\$72.50
Total For Shareholder	4.30			\$2,277.50
Associate				
Katie L. Cooperman	13.40	hours at	\$395.00	\$5,293.00
Total For Associate	13.40			\$5,293.00
Paralegal II				
Frederick Capria	8.10	hours at	\$245.00	\$1,984.50
Total For Paralegal II	8.10			\$1,984.50

Disbursements	
Description	Total
Copies	\$203.60
Express Delivery Charges	\$82.32
<b>Total Disbursements</b>	<b>\$285.92</b>

Current Fees:	9,555.00
Current Disbursements:	285.92
Total Current Invoice:	9,840.92
<b>Total Balance Due:</b>	<b>\$9,840.92</b>

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**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/04/10	KLC	Begin draft of third interim fee application.	0.50
06/08/10	KLC	Office conference with Capria re: preparation of third interim fee application (0.1); correspondences with Capria re: same (0.2).	0.30
06/08/10	FJC	Meeting with K. Cooperman re upcoming fee application (.1); begin review of previous applications re needs for next round of text files to be sent to Bankruptcy Trustee (.7).	0.80
06/09/10	FJC	Review notes (0.2) and information (0.2) re requirements for upcoming submission of Third Interim Application for Compensation to Bankruptcy Trustee's office; compose e-mail memorandum to K. Cooperman re same (.4).	0.80
06/10/10	KLC	Coordinate preparation of ASCII submission in connection with third interim fee application.	0.20
06/11/10	E.F.	Review fee application response.	0.20
06/14/10	KLC	Draft July budget.	0.40
06/15/10	BNS	Review July budget letter.	0.10
06/15/10	KLC	Correspondence to fee examiner re: July budget.	0.10
06/16/10	E.F.	Review response letter to Fee Examiner (.3) e-mails from Cooperman regarding same (.1).	0.40
06/18/10	KLC	Draft third interim fee application.	2.00
06/21/10	KLC	Draft third interim fee application.	3.50

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/21/10	FJC	Begin review of text files to be submitted in connection with fee application (.2).	0.20
06/22/10	KLC	Revise third interim fee application.	3.00
06/22/10	FJC	Begin review of text files of invoices for submission in connection with Butzel Long fee application (2.5); e-mails with case team and accounting re: needs for additional information (.2).	2.70
06/23/10	FJC	Continue review of ASCII text files of invoices in preparation for electronic submission of same with Bankruptcy Trustee's Office in connection with fee application	2.90
06/24/10	FJC	Prepare list of issues connected with ASCII files to be submitted to bankruptcy trustee re fee application	0.40
06/25/10	KLC	Revise third interim fee application.	0.80
06/28/10	KLC	Revise third interim fee application.	2.10
06/29/10	E.F.	Prepare for and participate in court hearing concerning fee examiner's objections.	3.60
06/30/10	KLC	Telephone call to Capria re: third interim fee application (0.1); correspondence to Capria re: same (0.4).	0.50
06/30/10	FJC	Telephone conference with K. Cooperman re ASCII files to be submitted to Bankruptcy Trustee (0.1); revise (0.1) ASCII setup files and submit same to accounting for review (0.1).	0.30

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PROFESSIONAL SERVICES

9,555.00

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total

## Shareholder

Eric Fisher	12.10	hours at	\$525.00	\$6,352.50
Barry N. Seidel	3.40	hours at	\$725.00	\$2,465.00
Total For Shareholder	15.50			\$8,817.50

## Associate

Katie L. Cooperman	22.60	hours at	\$395.00	\$8,927.00
Total For Associate	22.60			\$8,927.00

## Paralegal II

Frederick Capria	7.20	hours at	\$245.00	\$1,764.00
Total For Paralegal II	7.20			\$1,764.00

Disbursements	
Description	Total
Copies	\$127.70
Computer Research	\$123.78
<b>Total Disbursements</b>	<b>\$251.48</b>

Current Fees:	19,508.50
Current Disbursements:	251.48
Total Current Invoice:	19,759.98
<b>Total Balance Due:</b>	<b>\$19,759.98</b>

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**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/02/10	KLC	Correspondence to Fisher re: briefing schedule.	0.10
06/03/10	E.F.	E-mail with Buonomo (New GM) regarding collateral values (.1); e-mail with Panarella regarding briefing schedule (.1).	0.20
06/03/10	KLC	Correspondences from N. Panarella (KDW) and Fisher re: briefing schedule.	0.10
06/04/10	E.F.	Conference with Seidel regarding summary judgment briefing schedule (.3).	0.30
06/04/10	BNS	Conference with E. Fisher regarding timing of summary judgment briefing schedule.	0.30
06/04/10	KLC	Correspondence from Daniel Yousif (Och-Ziff Capital Management Group) re term loan update (0.2); telephone call to D. Yousif re: same (0.1).	0.30
06/06/10	E.F.	E-mails with FTI regarding collateral value issues.	0.20
06/08/10	E.F.	E-mails with Panarella regarding briefing schedule for summary judgment.	0.20
06/08/10	KLC	Office conference with Capria re: motion for summary judgment (0.2); correspondences with Capria re: same (0.2).	0.40
06/08/10	FJC	Meeting with K. Cooperman re upcoming filing of Summary Judgment motion (.2); review exhibit images for redactions re: filing under seal (.5).	0.70
06/09/10	FJC	Review Judge Gerber's case management order in connection with filing of summary judgment	0.70

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		motion (.3); review images of exhibits to summary judgment motion (.1); compose detailed e-mail memorandum and send same to K. Cooperman re procedures to follow re filing of summary judgment motion (.3).	
06/10/10	E.F.	Review (0.3) and revise (0.6) summary judgment papers; correspondence with JPM's counsel regarding SJ schedule (.2).	1.10
06/11/10	E.F.	E-mail with Seidel and Cooperman regarding SJ schedule (.1); meet with Seidel and Cooperman regarding summary judgment(1.0); e-mail to Committee concerning briefing summary judgment (.2).	1.30
06/14/10	E.F.	Review summary judgment motion.	0.50
06/14/10	KLC	Update research in connection with summary judgment brief (0.5); meet Fisher re: same (1); revise same brief (2); revise statement of undisputed facts (1.2).	4.70
06/14/10	FJC	Compare hard copies of exhibits to summary judgment motion to images made of same.	1.00
06/15/10	E.F.	E-mails concerning summary judgment schedule (.2); review stipulation concerning same (.2); review (.2) and revise (.3) summary judgment motion.	0.90
06/15/10	KLC	Review proposed briefing schedule re: term loan litigation.	0.20
06/16/10	KLC	Review Green (.1), Gonshorek (.1), Perlowski (.1),	0.70



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		Duker (.1), Merjian (.1) and Gordon (.2) transcripts re: confidentiality.	
06/16/10	FJC	Cite check summary judgment brief (.4); forward corrections to K. Cooperman (.1).	0.50
06/17/10	E.F.	Revise summary judgment motion.	1.20
06/17/10	BNS	Review draft of summary judgment brief.	1.70
06/17/10	KLC	Revise summary judgment brief.	2.20
06/17/10	KLC	Draft summary of outstanding information request re: collateral valuation; correspondences to Fisher re: same.	0.50
06/18/10	E.F.	Review (.3) and revise (.6) summary judgment motion.	0.90
06/18/10	BNS	Revise summary judgment motion.	1.40
06/18/10	KLC	Revise brief re: summary judgment; correspondences to Seidel re: same.	0.50
06/18/10	FJC	Cite-check summary judgment brief.	0.70
06/21/10	FJC	Continue cite-checking of summary judgment brief (.8); forward edits to P. Dumas (.1).	0.90
06/22/10	E.F.	Review summary judgment motion	0.20
06/22/10	KLC	Draft chart re: document requests re: term loan collateral valuation (1.8); correspondences to and from J. Sharret (KLNf) re: same (0.2).	2.00
06/22/10	FJC	Pull and duplicate hard copies of exhibits to be filed under seal in connection with summary	0.30

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		judgment motion.	
06/23/10	E.F.	Revise summary judgment brief	0.90
06/24/10	E.F.	Review and revise summary judgment motion.	0.40
06/24/10	KLC	Revise motion for summary judgment.	1.70
06/24/10	FJC	Telephone call to K. Cooperman re exhibits to summary judgment motion (.1); burn CD with images of same (.2).	0.30
06/28/10	E.F.	Review Committee comments on summary judgment papers.	0.40
06/28/10	KLC	Correspondence from K. Martorana (GDC) re: comments to motion for summary judgment (0.2); revise motion for summary judgment (0.6).	0.80
06/29/10	E.F.	Review and revise summary judgment motion papers.	0.40
06/29/10	KLC	Draft notice of motion for summary judgment (0.8); correspondence to JPMorgan's counsel re: hearing date (0.1); revise motion for summary judgment (3).	3.90
06/30/10	E.F.	Review (.3) and revise (.9) summary judgment motion; meet with Cooperman and Capria regarding filing of same (.5); edits to statement of facts (.5) and memorandum of law (.8).	3.00
06/30/10	KLC	Office conference with Fisher and Capria re: summary judgment filings and revisions (.6); revise notice of motion (0.3); revise statement of facts (2.7); revise motion for summary judgment	4.50

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		(0.9).	
06/30/10	FJC	Office conferences with E. Fisher and K. Cooperman re filing of summary judgment papers (.6); review images of exhibits (.2); prepare all exhibits for reproduction and binding (.7); telephone call with vendor re same (.2); e-mails re: detailed instructions to vendor re same (.4).	2.10
<b>PROFESSIONAL SERVICES</b>			<b>19,508.50</b>

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July 23, 2010

Invoice No. 8473901

Account Number 000141216-0007

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PROFESSIONAL SERVICES posted through June 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	65.20	hours at	\$525.00	\$34,230.00
Robert Sidorsky	7.50	hours at	\$625.00	\$4,687.50
Barry N. Seidel	19.10	hours at	\$725.00	\$13,847.50
Total For Shareholder	91.80			\$52,765.00

Associate

Maria Caceres-Boneau	24.30	hours at	\$325.00	\$7,897.50
Katie L. Cooperman	97.60	hours at	\$395.00	\$38,552.00
Total For Associate	121.90			\$46,449.50

Disbursements	
Description	Total
Copies	\$309.10
Computer Research	\$2,074.70
Conference Expenses	\$60.00
Travel Expenses	\$37.80
<b>Total Disbursements</b>	<b>\$2,481.60</b>

Current Fees:	99,214.50
Current Disbursements:	2,481.60
Total Current Invoice:	101,696.10
<b>Total Balance Due:</b>	<b>\$101,696.10</b>

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**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/01/10	RS	Office conference with E. Fisher regarding assumption (.2); office conference with K. Cooperman regarding draft complaint (.1).	0.30
06/01/10	E.F.	Conference with Sidorsky concerning assumption of Lock-Up Agreement (.2); conference with Cooperman regarding draft complaint (.2).	0.40
06/01/10	KLC	Further revisions to complaint (3.5); review Old GM's defense to NS Proceeding (1.2); prepare summary re: same (0.6); office conference with Sidorsky re: complaint (0.1).	5.40
06/02/10	RS	Office conference with K. Cooperman regarding draft complaint (.2); review revised draft adversary complaint (.9).	1.10
06/02/10	E.F.	Review and revise draft complaint (1.3); e-mails with Cooperman regarding same (.2).	1.50
06/02/10	KLC	Revise complaint (0.1); office conference with Sidorsky re: same (0.2).	0.30
06/03/10	RS	Office conference with K. Cooperman regarding draft complaint (.6); review draft complaint (.2).	0.80
06/03/10	E.F.	Review (.3) and revise (.6) draft complaint; discuss same with Cooperman (0.3).	1.20
06/03/10	KLC	Office conference with Sidorsky re: complaint (0.6); revise complaint per Sidorsky comments (2); discuss same with Fisher (0.3).	2.90
06/05/10	RS	Review (1.) and revise (1.2) draft complaint.	2.20

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/06/10	RS	Telephone conference with K. Cooperman regarding draft complaint (.2); review draft complaint (.4).	0.60
06/06/10	KLC	Telephone call with Sidorsky re: complaint (0.2); correspondence to Sidorsky re: same (0.2).	0.40
06/07/10	E.F.	Review (.9) and revise (2.8) draft complaint; conference with Cooperman regarding same (.3).	4.00
06/07/10	KLC	Office conference with Fisher re: Nova Scotia complaint (0.3); revise same complaint (0.8).	1.10
06/08/10	E.F.	Revisions to complaint (3.4); meet with Cooperman regarding same (.5).	3.90
06/08/10	BNS	Review Nova Scotia complaint.	1.80
06/08/10	KLC	Research defenses to 548 claims in connection with Nova Scotia complaint (0.7); office conference with Fisher re: complaint (0.5); research assumption matters (1); revise complaint (3.2); correspondence to Brosnick re: swap language in complaint (0.1); correspondences with Fisher re: complaint (0.2).	5.70
06/08/10	MCB	Email correspondence from Fisher re: standing research.	0.10
06/09/10	RS	Meeting with B. Seidel; E. Fisher and K. Cooperman regarding analysis of claims.	1.60
06/09/10	E.F.	Review results of legal research regarding standing issue (.9); revise complaint (2.5); meet with Seidel, Cooperman and Sidorsky regarding	11.60

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		revisions to complaint (1.3); draft memorandum to Committee regarding complaint (1.2); meet with Seidel and Cooperman re: complaint (4.5).	
06/09/10	BNS	Conference with E. Fisher and K. Cooperman and R. Sidorsky to review draft complaint (1.3); meet with E. Fisher and K. Cooperman (4.5).	5.80
06/09/10	KLC	Office conference with Fisher and Seidel re: complaint (4.5); office conference with Fisher, Seidel and Sidorsky re: same (1.3); telephone calls to Fisher re: same (0.3); review results of standing research (1.8); prepare summary of sale agreement's release of bankruptcy actions re: GM Canada (1.2); research litigation settlements re: antecedent debt (1.5); research choice of law re: complaint (2.6); revise complaint (2.4).	15.60
06/09/10	MCB	Research regarding the creditors' committee's derivative standing to bring a claim on behalf of the trustee or debtor-in-possession (5.1); shepardize cases re: standing (2); review dockets to find sample Motions for Derivative Standing (1.3).	8.40
06/10/10	RS	Review draft complaint.	0.20
06/10/10	E.F.	Participate in call with Committee to brief Committee about NS litigation (1.1); analyze standing issue (.6) and review results of legal research regarding same (.6).	2.30
06/10/10	BNS	Prepare for call with UCC regarding draft complaint (.2); participate on call with committee (1.1).	1.30

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06/10/10	KLC	Telephone call to Fisher re: Canadian counsel (0.2); participate in Committee call regarding Nova Scotia matter with Fisher and Seidel (1.1); research assumption matters re: Nova Scotia (1.3).	2.60
06/11/10	E.F.	Conference with Seidel and Cooperman regarding NS complaint (1.0); e-mail with Macksoud (KLNF) regarding same (.1); e-mail with Cooperman and Seidel regarding same (.1).	1.20
06/11/10	BNS	Conference with Fisher and Cooperman re: complaint (1).	1.00
06/11/10	KLC	Conference with Fisher and Seidel re: complaint (1).	1.00
06/14/10	E.F.	Meet with Cooperman concerning assumption of contract defense (.5); e-mail with Swet regarding complaint (.2).	0.70
06/14/10	KLC	Office conference with Fisher re: assumption (0.5); review comments to complaint from Gibson Dunn (0.5).	1.00
06/15/10	RS	Office conference with K. Cooperman regarding motion for authorization to file avoidance action complaint.	0.20
06/15/10	E.F.	Confer with GDC concerning revisions to complaint (.4); conference with Cooperman concerning revisions to complaint (1); revise complaint (.2).	1.60
06/15/10	BNS	Review Gibson Dunn comments on Nova Scotia	0.60



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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		draft complaint.	
06/15/10	KLC	Draft motion for standing to file complaint (4.5); office conference with Sidorsky re: same (0.2).	4.70
06/15/10	KLC	Office conference with Fisher re: GDC comments to complaint (1); telephone call with K. Martorana (GDC) re: same (0.4).	1.40
06/16/10	E.F.	Review (.1) and revise standing motion (.1); e- mails to Cooperman regarding same (.1); revise complaint (.5); e-mails with Macksoud (KLNF) regarding same (.1); e-mails with Cooperman regarding same (.1).	1.00
06/16/10	BNS	Telephone conference with J. Smolinsky (WGM) regarding STN stipulation (.4); correspondence to E. Fisher re: same (.2).	0.60
06/16/10	KLC	Revise motion for standing to file complaint (3.2); research re: 60b motion re: assumption (0.5); draft notice of standing motion (0.6).	4.30
06/16/10	MCB	Research standing issues.	0.20
06/17/10	E.F.	Revise complaint.	1.30
06/17/10	KLC	Correspondences to B. O'Neil and L. Macksoud (KLNF) re: nova scotia complaint research (0.4); prepare summary of same research (4.8).	5.20
06/17/10	MCB	Retrieve leading case discussing derivative standing.	0.20
06/18/10	E.F.	Revise complaint (2.5); e-mail (.1) and call (.1) with Brad O'Neill (KLNF) regarding same.	2.70

**BUTZEL LONG**  
ATTORNEYS AND COUNSELORS

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473901

Account Number 000141216-0007

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/18/10	BNS	Review revised draft of adversary proceeding complaint vs. Nova Scotia bondholders (.5) and suggest revisions (.2).	0.70
06/18/10	KLC	Review (.4) and revise (1) complaint.	1.40
06/18/10	MCB	Review secondary source re: derivative standing (1.4); draft summary of the standard used to obtain derivative standing without consent (.3); email correspondence to E. Fisher and K. Cooperman regarding the standard for derivative standing without consent (.3); continue to research for cases on point (.7).	2.70
06/20/10	RS	Review draft motion to avoid bondholder's claims.	0.50
06/20/10	MCB	Research for cases regarding STN derivative standing in New York.	1.20
06/21/10	E.F.	Review (.2) and revise complaint (.2); e-mail with Weil regarding same (.1); e-mail with Kramer regarding same (.1); review research regarding 60(b) issue (.1).	0.70
06/21/10	KLC	Revise motion for standing re: nova scotia claims.	1.40
06/21/10	MCB	Research for cases regarding STN derivative standing in New York (4.7); email correspondence to E. Fisher and K. Cooperman regarding research (.3); review cases (2.3).	7.30
06/22/10	E.F.	Review assumption order (.4); meet with Cooperman regarding same and regarding 60b issues (.8); call with Weil and MLC concerning standing issues (.9); meet with Cooperman and	4.50

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July 23, 2010

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**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		Seidel concerning standing and 60b issues based on call with Weil (1.6); call with Macksoud (KLNF) concerning 60b issues and deadlines (.4); follow-up email to Kramer concerning same (.4).	
06/22/10	BNS	Conference with K. Cooperman and E. Fisher regarding standing issues and Section 365 assumption issues (1.6); participate in call with WG&M (Smolinsky) and Alix (T. Stenger) regarding commencement of litigation (1.0).	2.60
06/22/10	KLC	Office conference with Fisher re: 60(b) and assumption issues (0.8); correspondence to KLNF re: same (0.1); review research re: same (3); telephone call with L. Macksoud (KLNF) re: same (0.4); telephone call with debtors' counsel re: objection strategy (1); office conference with Fisher and Seidel re: same (1.6); research standing stipulation (0.6).	7.50
06/22/10	MCB	Review cases (1.7); search the docket for motions (.6).	2.30
06/23/10	E.F.	Meet with Cooperman and Seidel re assumption strategy (.7); review and revise 2004 request (.7); draft and revise 60b stipulation (.5); review results of 60b research (1.0); draft and revise claims objection (1.1).	4.00
06/23/10	BNS	Conference with E. Fisher and K. Cooperman to discuss issues and strategy relating to assumption of lock-up agreement (.7); review draft of 60(b) stipulation (.4).	1.10
06/23/10	KLC	Revise 2004 chart re: nova scotia document	11.10

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**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		requests (0.4); correspondence to and telephone call with J. Sharret (KLNF) re: same (0.2); correspondence from Fisher re: same (0.1); draft stipulation re: standing (4); draft objection to deficiency claim (5.7); meet with Fisher and Seidel re: assumption and strategy (0.7).	
06/23/10	MCB	Search the docket for standing motions to use as samples.	1.90
06/24/10	E.F.	Participate in Committee call re: litigation strategy issues (2.1); call with FTI re: same (.3); call with Macksoud (KLNF) re: same and re: 2004 requests (.5); meet with Cooperman re: objection (.5); draft and revise objection (3.1) and 60b motion (.8); discuss with Seidel (0.3).	7.60
06/24/10	BNS	Consider strategy regarding claims objection and FRCP 60(b) (.4); discuss with E. Fisher (.3).	0.70
06/24/10	KLC	Telephone call with Committee (2.1); telephone call with KLNF re: 60(b) (0.5); telephone call with A. Phillips (FTI) re: objection (0.3); meet with Fisher re: objection (0.5); research standing and section 510 of the bankruptcy code (2.9).	6.30
06/25/10	E.F.	Call with Mayer (KLNF) re: same (.2); revise objection to claim (1.8).	2.00
06/25/10	KLC	Revise objection to deficiency claim and guarantee claim.	6.00
06/28/10	E.F.	Revise objection to claims (3.3); meet with Cooperman regarding same (.9); teleconf with Committee concerning 2004 requests (.9).	5.10

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GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473901

Account Number 000141216-0007

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/28/10	KLC	Office conference with Fisher re: objection (0.9); telephone call with FTI re: valuation (0.4); telephone call with all Committee members re: 2004 requests (0.9); revise objection (3.9); review case re: duplicative claims (1).	7.10
06/29/10	E.F.	Confer with Seidel regarding revisions to objection (.4); confer with Phillips (FTI) regarding analysis of economic impact of objection (.3); draft memo to Committee regarding objection (.7); confer with Cooperman regarding revisions to objection (.9); revise objection (2.5).	4.80
06/29/10	BNS	Review draft of objection to Nova Scotia claims (1.3); discuss with E. Fisher (.4).	1.70
06/29/10	KLC	Research regarding discovery in contested matters (.8); office conference with Fisher re: objection comments (0.9); revise objection (2.3).	4.00
06/30/10	E.F.	Review and revise objection (1.1); call with Macksoud (KLNF) regarding same (.3); meet with Cooperman regarding same (.9); calls with FTI regarding financial impact analysis (.8).	3.10
06/30/10	BNS	Review revised draft of Nova Scotia objection (.8); review FTI analysis of Nova Scotia strategy options (.4).	1.20
06/30/10	KLC	Telephone call with L. Macksoud (KLNF) re: valuation scenarios (0.3); discuss same with Fisher (0.9).	1.20

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473901

Account Number 000141216-0007

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

**PROFESSIONAL SERVICES**

**99,214.50**

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473902

Account Number 000141216-0008

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: DEFENDING FEE APPLICATIONS**

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	0.20	hours at	\$525.00	\$105.00
Barry N. Seidel	0.40	hours at	\$725.00	\$290.00
Total For Shareholder	0.60			\$395.00

Associate

Katie L. Cooperman	9.60	hours at	\$395.00	\$3,792.00
Total For Associate	9.60			\$3,792.00

Paralegal II

Frederick Capria	0.60	hours at	\$245.00	\$147.00
Total For Paralegal II	0.60			\$147.00

Disbursements	
Description	Total
Copies	\$68.60
<b>Total Disbursements</b>	<b>\$68.60</b>

Current Fees:	4,334.00
Current Disbursements:	68.60
Total Current Invoice:	4,402.60
<b>Total Balance Due:</b>	<b>\$4,402.60</b>

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473902

Account Number: 000141216-0008

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: DEFENDING FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/03/10	KLC	Draft reply to Fee Examiner's inquiry concerning second interim fee application.	2.30
06/04/10	E.F.	Review draft response to Fee Examiner's inquiry regarding second fee application. (.2).	0.20
06/04/10	KLC	Revise reply to Fee Examiner's inquiry re: second interim fee application.	1.90
06/11/10	KLC	Revise response to fee examiner's inquiry concerning second interim fee application; correspondence to C. Andres (GK) re: same.	0.50
06/15/10	KLC	Telephone call with J. Sharret (KLNF) re: fee examiner inquiry; correspondence from fee examiner re: draft objection; review same.	0.50
06/16/10	KLC	Review draft report re: second fee application (0.7); draft response to draft report (1); draft reply to report in anticipation of objection (1).	2.70
06/17/10	KLC	Correspondence to C. Andres (GK) re: draft objection to second fee application.	0.20
06/22/10	KLC	Revise reply to fee examiner's contemplated objection to second interim fee application.	1.20
06/23/10	BNS	Review (.2) and (.1) revise reply to fee examiner objection to BL 2nd Fee Application; and letter to Bankruptcy Judge Gerber (.1).	0.40
06/23/10	KLC	Revise reply to Fee Examiner's objection to second interim fee application.	0.30
06/23/10	FJC	Office conference with F. Oliver re submission of response to fee examiner's objections to second	0.10



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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473902

Account Number 000141216-0008

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010

RE: DEFENDING FEE APPLICATIONS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		fee application.	
06/24/10	FJC	Coordinate filing of response to objection of fee examiner (.3); set up hand delivery of courtesy copy of same to Judge Gerber (.2).	0.50
PROFESSIONAL SERVICES			4,334.00

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473903

Account Number 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through June 30, 2010  
RE: MONTHLY FEE STATEMENTS

Professional Services				
Timekeeper				Total
Shareholder				
Barry N. Seidel	0.10	hours at	\$725.00	\$72.50
Total For Shareholder	0.10			\$72.50
Associate				
Katie L. Cooperman	4.90	hours at	\$395.00	\$1,935.50
Total For Associate	4.90			\$1,935.50
Paralegal II				
Frederick Capria	3.50	hours at	\$245.00	\$857.50
Total For Paralegal II	3.50			\$857.50

Current Fees:	2,865.50
Less 50% Fee Adjustment:	(1,432.75)
Current Disbursements:	0.00
Total Current Invoice:	1,432.75
Total Balance Due:	\$1,432.75

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

July 23, 2010

Invoice No. 8473903

Account Number: 000141216-0010

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through June 30, 2010**

**RE: MONTHLY FEE STATEMENTS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
06/07/10	KLC	Draft and revise May monthly statement (1.1), cover letter (.2) and enclosure (.4).	1.70
06/10/10	KLC	Review May invoices in connection with drafting May fee statement.	0.50
06/11/10	KLC	Revise May monthly statement, cover letter and enclosures.	0.50
06/12/10	KLC	Revise May monthly statement summary (1), cover letter (.1), enclosure (.2) and disbursements detail (.2).	1.50
06/18/10	FJC	Begin checking figures on monthly fees and disbursements submission.	1.70
06/21/10	FJC	Continue review of monthly fees and disbursements statement (1.7); forward same to K. Cooperman (.1).	1.80
06/25/10	KLC	Revise May monthly fee statement.	0.50
06/30/10	BNS	Review Butzel Long monthly fee statement (.1).	0.10
06/30/10	KLC	Correspondences to notice parties re: May monthly statement.	0.20

**PROFESSIONAL SERVICES**

**2,865.50**

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476081

Account Number 000141216-0001

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL ADVICE

Professional Services				
Timekeeper				Total
Shareholder				
Eric Fisher	2.50	hours at	\$525.00	\$1,312.50
Barry N. Seidel	0.80	hours at	\$725.00	\$580.00
Total For Shareholder	3.30			\$1,892.50
Associate				
Katie L. Cooperman	1.20	hours at	\$395.00	\$474.00
Total For Associate	1.20			\$474.00

Current Fees:	2,366.50
Current Disbursements:	0.00
Total Current Invoice:	2,366.50
<b>Total Balance Due:</b>	<b>\$2,366.50</b>

**BUTZEL LONG**  
ATTORNEYS AND COUNSELORS

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476081

Account Number: 000141216-0001

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES** posted through July 31, 2010

**RE: GENERAL ADVICE**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/23/10	E.F.	Review draft plan (.7) and disclosure statement (.8); e-mail to Cooperman regarding same (.2).	1.70
07/27/10	KLC	Review plan and disclosure statement re: term loan litigation disclosure.	0.40
07/29/10	E.F.	Participate in Committee call concerning plan process.	0.80
07/29/10	BNS	Participate on committee call regarding plan and disclosure statement (impact on litigations and trusts) (.8).	0.80
07/29/10	KLC	Participate in Committee call re: plan and disclosure statement.	0.80
<b>PROFESSIONAL SERVICES</b>			<b>2,366.50</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476082

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services				
Timekeeper				Total

## Shareholder

Eric Fisher	0.50	hours at	\$525.00	\$262.50
Barry N. Seidel	1.30	hours at	\$725.00	\$942.50
Total For Shareholder	1.80			\$1,205.00

## Associate

Katie L. Cooperman	14.10	hours at	\$395.00	\$5,569.50
Total For Associate	14.10			\$5,569.50

## Paralegal II

Frederick Capria	4.80	hours at	\$245.00	\$1,176.00
Total For Paralegal II	4.80			\$1,176.00

Disbursements	
Description	Total
Copies	\$259.50
Express Delivery Charges	\$77.77
<b>Total Disbursements</b>	<b>\$337.27</b>

Current Fees:	7,950.50
Current Disbursements:	337.27
Total Current Invoice:	8,287.77
<b>Total Balance Due:</b>	<b>\$8,287.77</b>

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August 13, 2010

Invoice No. 8476082

Account Number: 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/01/10	BNS	Revise Butzel Long 3rd fee application.	0.40
07/01/10	KLC	Revise third interim fee application.	1.10
07/01/10	FJC	Review e-mails from accounting re ASCII setup files (.2); revise setup files and e-mail same to accounting with additional questions (.1); continue revisions of ASCII files (.9); convert Word version of fee application to ASCII files (.4) and assemble hard copy of fee application (.5); office conference with K. Cooperman re submission of fee application (.3); combine ASCII files of fee application in preparation for submission of same to Bankruptcy Trustee (.3).	2.70
07/02/10	KLC	Correspondences to notice parties re: draft third interim fee application (0.2); office conference with Capria re: same (0.3).	0.50
07/02/10	FJC	E-mail to accounting re revisions to ASCII setup files to be submitted to bankruptcy trustee (.1); complete revision to all ASCII files to be submitted (1.0); prepare e-mails to trustee re ASCII setup and invoice files (.4); complete conversion of fee application to ASCII text file (.2) and submit same to trustee via e-mail (.2).	1.90
07/07/10	E.F.	E-mails regarding interim fee applications.	0.30
07/09/10	BNS	Review Bankruptcy Judge Gerber decision regarding fee application.	0.60
07/09/10	FJC	E-mails with case team re submission of fee	0.10

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August 13, 2010

Invoice No. 8476082

Account Number 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		application.	
07/12/10	FJC	E-mails with case team re upcoming submissions.	0.10
07/14/10	E.F.	Review e-mails regarding July 6th ruling and interim fee applications.	0.20
07/14/10	BNS	Review and revise budget for August 2010.	0.30
07/19/10	KLC	Read transcript from July 6 hearing in order to settle on allowed fees for second fee application (1.1); calculate 35% reduction in connection with ruling (1.8); correspondence to and from C. Andres (GK) re: same (0.1); correspondence to R. Brooks (WGM) re: same (0.1); telephone call with J. Sharret (KLNF) re: third interim fee application (0.2); review third fee application re: compliance with ruling (1.1).	4.40
07/20/10	KLC	Revise third interim fee application in connection with July 6 ruling on second fee application.	0.50
07/21/10	KLC	Correspondences from fee examiner re: second application (0.1); summarize calculations (1.6) and correspondence to fee examiner re: calculations in compliance with ruling on second interim fee application (.2); telephone calls with C. Andres (GK) re: same (0.2); telephone call with J. Sharret (KLNF) re: same (0.1).	2.20
07/27/10	KLC	Revise third interim fee application in accordance with July 6 ruling.	1.80
07/28/10	KLC	Revise third interim fee application re: monthly statement new matter.	0.40



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August 13, 2010

Invoice No. 8476082

Account Number 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/29/10	KLC	Revise third interim fee application in connection with Judge Gerber's July 6 ruling.	1.30
07/30/10	KLC	Revise third interim fee application in light of July 6 ruling (1.5); review July 6 ruling in connection with adjustments for third interim application (0.4).	1.90
<b>PROFESSIONAL SERVICES</b>			<b>7,950.50</b>

# BUTZEL LONG

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476083

Account Number 000141216-0006

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total

Shareholder				
Eric Fisher	49.50	hours at	\$525.00	\$25,987.50
Barry N. Seidel	2.40	hours at	\$725.00	\$1,740.00
Total For Shareholder	51.90			\$27,727.50

Associate				
Maria Caceres-Boneau	6.30	hours at	\$325.00	\$2,047.50
Katie L. Cooperman	77.40	hours at	\$395.00	\$30,573.00
Total For Associate	83.70			\$32,620.50

Paralegal II				
Frederick Capria	9.00	hours at	\$245.00	\$2,205.00
Total For Paralegal II	9.00			\$2,205.00

Disbursements	
Description	Total
Copies	\$161.30
Computer Research	\$332.06
Third Party Vendor	\$380.63
<b>Total Disbursements</b>	<b>\$873.99</b>

Current Fees:	62,553.00
Current Disbursements:	873.99
Total Current Invoice:	63,426.99
<b>Total Balance Due:</b>	<b>\$63,426.99</b>

**BUTZEL LONG**  
ATTORNEYS AND COUNSELORS

*a professional corporation*

Tax I.D. No

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476083

Account Number: 000141216-0006

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/01/10	E.F.	Conference call regarding term loan filings(.5); e-mails to Cooperman regarding same (.2).	0.70
07/01/10	E.F.	Review Motion for Partial Summary Judgment filings (.5); e-mail to Committee Members regarding same (.1).	0.60
07/01/10	KLC	Office conference with Capria re: motion for summary judgment (0.9); revise same (2.5); coordinate filing and service of same (0.5).	3.90
07/01/10	FJC	Set up exhibits for filing summary judgment motion (.3); telephone call with Judge Gerber's chambers deputy re procedure for filing (.2); research re summary judgment exhibits marked at depositions (.4); e-mail to case team re same (.1); intake hard copies of bound exhibits to Fisher declaration (.2); draft cover letter for Gerber courtesy copy of all summary judgment submissions (.2); office conference with Cooperman re: electronic filing of summary judgment motion (.9); forward images of filed documents and exhibits to Cooperman for service (.3).	2.60
07/02/10	FJC	Intake defendant's summary judgment motion papers.	0.20
07/06/10	E.F.	Analyze JPM's motion for summary judgment.	2.90
07/06/10	BNS	Analysis of JPM summary judgment papers.	1.70
07/06/10	FJC	Preparation and electronic filing of affidavit of service of summary judgment papers (.2); e-mail to EPIQ re same (.1).	0.30

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**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/08/10	E.F.	Review and analyze motion for SJ.	0.30
07/09/10	E.F.	Continue analysis of JPM summary judgment motion.	2.30
07/12/10	E.F.	Prepare outline of opposition brief.	2.20
07/13/10	E.F.	Analyze summary judgment motion (1.1) and analyze cases concerning authority to make UCC filings (1.1).	2.20
07/16/10	E.F.	Outline for arguments for opposition brief in connection with JPM summary judgment motion.	1.90
07/20/10	E.F.	Review cases for opposition to summary judgment.	0.60
07/21/10	E.F.	Prepare outline for opposition brief (.5); review legal research to be incorporated into opposition brief (.7).	1.20
07/21/10	KLC	Review JPMorgan's motion for summary judgment (3.2); prepare outline of same (0.6); research attorney actions and effect on client in litigation context (0.5); review article re: mistaken UCC filings (0.3).	4.60
07/22/10	BNS	Review article regarding agency (.2); conference call with FTI (and K. Cooperman) regarding update and status (.2).	0.40
07/22/10	KLC	Read (4.1) and distinguish (3.7) all cases cited by JPMorgan in summary judgment motion re: mistake, actual authority, apparent authority and ratification; office conference with Caceres re: mistake research (0.5); telephone call with FTI and Seidel re: update and status (0.2).	8.20

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**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/22/10	MCB	Meeting with K. Cooperman regarding research assignment (.5); research re: attorney mistake (1.1).	1.60
07/23/10	E.F.	Review results of research in connection with opposition to summary judgment motion.	0.50
07/23/10	KLC	Review (3.6) and distinguish (3.1) all cases cited by JPMorgan in motion for summary judgment re: fixture filings, waiver and constructive trust arguments.	6.70
07/24/10	KLC	Prepare summary of all cases distinguished in connection with opposition to JPMorgan's motion for summary judgment (3.8); revise outline of JPMorgan's motion for summary judgment re: same (1.9).	5.70
07/25/10	KLC	Revise outline of opposition to JPMorgan's motion for summary judgment.	1.30
07/26/10	E.F.	Meet with Cooperman concerning opposition brief research (1.5); meeting with Cooperman concerning counter-statement of undisputed facts (1.0); draft opposition brief (1.9).	4.40
07/26/10	KLC	Office conference with Fisher re: opposition brief (1.5); office conference with Fisher re: counter statement to JPMorgan's undisputed facts (1); review JPMorgan's undisputed facts (1.8); begin drafting counter statement to same (3.6); review Green (0.3) and Merjian transcripts re: same (0.3); discuss mistake research with Caceres (0.1).	8.60
07/26/10	MCB	Conversation with K. Cooperman regarding mistake research.	0.10

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PROFESSIONAL SERVICES posted through July 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/27/10	E.F.	Draft opposition brief (3.8); confer with Cooperman concerning results of legal research (.4).	4.20
07/27/10	BNS	Consider draft DS as it relates to description of JPM lawsuit and respond to K. Cooperman question.	0.30
07/27/10	KLC	Continue drafting counter statement to JPMorgan's undisputed facts (7.2); conference with Fisher re: research (0.4); review deposition transcripts re: same (2.1).	9.70
07/28/10	E.F.	Draft opposition brief in connection with JPM summary judgment motion (7.2); confer with Cooperman concerning 7056 counter-statement (.5).	7.70
07/28/10	KLC	Continue drafting counter statement of JPMorgan's undisputed facts (6.9); review JPMorgan brief and cases cited but not discussed (1.3); conference with Fisher re: counter statement (0.5); office conference with Capria re: statements not in dispute re: counter statement (0.5); review deposition transcripts re: additional testimony to dispute facts re: counter statement (1.1).	10.30
07/28/10	MCB	Review journal articles re: attorney mistake.	1.30
07/28/10	FJC	Office conference with K. Cooperman re review of summary judgment opposition papers (.5); begin review of Rule of Bankruptcy Procedure 7056-1 Counter-Statement (.9).	1.40
07/29/10	E.F.	Draft opposition to JPM summary judgment	6.80

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**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		motion (5.2); draft express (.7) and implied authority sections of memorandum of law (.9).	
07/29/10	KLC	Revise and confirm counter statement to JPMorgan's undisputed facts.	8.40
07/29/10	MCB	Continue review of mistake research.	2.30
07/29/10	FJC	Continue review of defendant's statement of undisputed material facts.	0.80
07/30/10	E.F.	Meet with Cooperman concerning legal research issues for opposition brief (.6); draft and revise brief in opposition to summary judgment (6.3).	6.90
07/30/10	KLC	Office conference with Fisher re: brief open issues (0.6); draft summary of open items for brief and supporting testimony (3.9); revise counter statement of material undisputed facts (1.7); office conference with Capria re: actual facts with no dispute (0.4).	6.60
07/30/10	MCB	Prepare summary of research re: mistake.	1.00
07/30/10	FJC	Office conference with K. Cooperman re defendant's statement of undisputed facts (.4); complete review of defendant's statement of undisputed facts in connection with their summary judgment motion (3.3).	3.70
07/31/10	E.F.	Draft brief in opposition to JPM's motion for summary judgment.	4.10
07/31/10	KLC	Revise counter statement to JPMorgan's undisputed facts.	3.40

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GENERAL MOTORS CORPORATION

August 13, 2010

Account Number 000141216-0006

Invoice No. 8476083

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

**PROFESSIONAL SERVICES**

**62,553.00**



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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476084

Account Number 000141216-0007

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total

Shareholder

Christopher J. Nelson	6.70	hours at	\$350.00	\$2,345.00
Eric Fisher	4.50	hours at	\$525.00	\$2,362.50
Barry N. Seidel	6.40	hours at	\$725.00	\$4,640.00
Total For Shareholder	17.60			\$9,347.50

Associate

Katie L. Cooperman	8.40	hours at	\$395.00	\$3,318.00
Total For Associate	8.40			\$3,318.00

Paralegal II

Frederick Capria	0.90	hours at	\$245.00	\$220.50
Total For Paralegal II	0.90			\$220.50

Disbursements	
Description	Total
Copies	\$407.60
Computer Research	\$164.00
Express Delivery Charges	\$30.48
Messenger Fees	\$13.75
Travel Expenses	\$37.84
<b>Total Disbursements</b>	<b>\$653.67</b>

Current Fees:	12,886.00
Current Disbursements:	653.67
Total Current Invoice:	13,539.67
<b>Total Balance Due:</b>	<b>\$13,539.67</b>

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GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476084

Account Number: 000141216-0007

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/01/10	E.F.	E-mails with Martorana (GDC) regarding NS Objection (.2); E-mails to Cooperman and Seidel regarding swap agreement (.3).	0.50
07/01/10	BNS	Review FTI analysis of economics regarding various Nova Scotia strategies (.5); participate in telephone conference with WG&M (J. Smolinsky) and Alix Partners regarding Nova Scotia objection (.7).	1.20
07/01/10	BNS	Final review of Nova Scotia objection.	1.40
07/01/10	KLC	Review and revise notice (.9) and objection (3.3) to claims re: Nova Scotia.	4.20
07/02/10	KLC	Office conference with Capria re: filing (0.3); revise objection re: nova scotia (0.9).	1.20
07/02/10	FJC	Office conference with K. Cooperman re: filing of objection (.3); set up for delivery of courtesy copy of same to Judge Gerber (.2).	0.50
07/07/10	FJC	Prepare image of Affidavit of Service of Objection for filing (.1); electronically file Affidavit of Service (.2); forward Notice of Electronic Filing of same to EPIQ (.1).	0.40
07/08/10	E.F.	Review discovery issues in contested matters (.3); confer with Seidel regarding same (.2).	0.50
07/08/10	BNS	Discuss with E. Fisher strategy regarding discovery (.2); telephone conference with Bloomberg regarding Nova Scotia objection (.2).	0.40

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GENERAL MOTORS CORPORATION

August 13, 2010

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Account Number 000141216-0007

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/14/10	E.F.	Review e-mails regarding Nova Scotia bond prices.	0.20
07/14/10	BNS	Review FTI report regarding Nova Scotia bond prices.	0.40
07/16/10	E.F.	Review 2004 draft motion seeking production of documents.	0.30
07/16/10	BNS	Review AP status report to assess impact of ongoing litigations.	0.20
07/18/10	E.F.	E-mail with Mitchell (Greenberg Traurig) regarding discovery schedule (.1); e-mail with Bae (Greenberg Traurig) regarding same (.1).	0.20
07/19/10	BNS	Review various cases on equitable subordination (.6); consider issues regarding upcoming discovery conference (.2).	0.80
07/20/10	E.F.	Prepare with Cooperman and Seidel for call with Bae (GT) concerning discovery schedule (.3); call with Bae regarding discovery schedule (.2); confer with Seidel and Cooperman regarding same (.4).	0.90
07/20/10	BNS	Consider recent cases (Rangers) in connection with objection to Nova Scotia claims.	0.40
07/20/10	BNS	Conference with Fisher and Cooperman to prepare for call with noteholders' counsel at Greenberg Traurig (.3); telephone conference with J. Bae (GT) regarding discovery schedule (.2); and follow up with Fisher and Cooperman regarding draft discussion requests and strategy	0.90

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August 13, 2010

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**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		(.4).	
07/20/10	KLC	Review pleadings from Texas Ranger bankruptcy re: assumption as it relates to Nova Scotia objection (0.2); telephone call with Fisher, Seidel and Greenberg Traurig re: discovery (0.2); discuss same with Fisher and Seidel (0.4); prepare for same with Fisher and Seidel (0.3).	1.10
07/22/10	BNS	Conference call with FTI regarding update and status.	0.30
07/23/10	E.F.	Prepare discovery requests re: noteholders.	0.40
07/26/10	BNS	Review FTI report in connection with status of objection to claims filed by Nova Scotia bondholders.	0.40
07/28/10	CN	Preliminary review of objection to claims.	0.80
07/28/10	E.F.	E-mails with Greenberg Traurig regarding discovery schedule.	0.20
07/29/10	CN	Review (.4) and analyze (.8) Noteholder/Trustee claim information and objections thereto.	1.20
07/29/10	CN	Participate in strategy conference with E. Fisher and K. Cooperman re objection overview and discovery plan.	1.30
07/29/10	CN	Preliminary work on discovery requests.	0.60
07/29/10	E.F.	Confer with Cooperman and Nelson concerning discovery strategy with respect to Bondholders and GMNS trustee.	1.30

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**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/29/10	KLC	Review objection (0.2) and summarize discovery issues (0.3); telephone call with Nelson and Fisher re: discovery (1.3); correspondence to Nelson re: same (0.1).	1.90
07/31/10	CN	Draft discovery requests regarding Noteholders/Trustee claims.	2.80
<b>PROFESSIONAL SERVICES</b>			<b>12,886.00</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476085

Account Number 000141216-0008

Professional Services				
Timekeeper				Total

Associate

Katie L. Cooperman 0.90 hours at \$395.00 \$355.50

Total For Associate 0.90 \$355.50

Disbursements	
Description	Total
Copies	\$256.70
Service Fees	\$13.75
<b>Total Disbursements</b>	<b>\$270.45</b>

Current Fees:	355.50
Current Disbursements:	270.45
Total Current Invoice:	625.95
<b>Total Balance Due:</b>	<b>\$625.95</b>

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August 13, 2010

Account Number: 000141216-0008

Invoice No. 8476085

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through July 31, 2010**

**RE: DEFENDING FEE APPLICATIONS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/30/10	KLC	Correspondence to C. Andres (GK) re: back up documentation for third fee application; gather same documentation.	0.30
07/30/10	KLC	Correspondence from C. Andres (GK) re: expense documentation for third fee application; gather same documentation.	0.40
07/31/10	KLC	Review memorandum from fee examiner re: summary of courts rulings on first and second fee applications.	0.20
<b>PROFESSIONAL SERVICES</b>			<b>355.50</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

August 13, 2010

Invoice No. 8476086

Account Number 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: MONTHLY FEE STATEMENTS

Professional Services	
Timekeeper	Total

Associate

Katie L. Cooperman

3.60 hours at \$395.00 \$1,422.00

Total For Associate

3.60 \$1,422.00

Current Fees:	1,422.00
Less 50% Fee Adjustment:	(711.00)
Current Disbursements:	0.00
Total Current Invoice:	711.00
<b>Total Balance Due:</b>	<b>\$711.00</b>



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UNSECURED CREDITORS COMMITTEE OF  
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August 13, 2010

Invoice No. 8476086

Account Number: 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through July 31, 2010

RE: MONTHLY FEE STATEMENTS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
07/19/10	KLC	Revise June proformas in connection with preparation of June monthly statement.	1.00
07/23/10	KLC	Revise June invoices in preparation of monthly fee statement.	0.30
07/26/10	KLC	Draft June monthly statement.	0.90
07/27/10	KLC	Revise June monthly fee statement.	0.50
07/28/10	KLC	Revise June monthly fee statement.	0.70
07/29/10	KLC	Revise June monthly statement.	0.20
PROFESSIONAL SERVICES			1,422.00

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479763

Account Number 000141216-0001

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL ADVICE

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	2.20	hours at	\$525.00	\$1,155.00
Barry N. Seidel	4.50	hours at	\$725.00	\$3,262.50
Total For Shareholder	6.70			\$4,417.50

Associate

Katie L. Cooperman	3.60	hours at	\$395.00	\$1,422.00
Total For Associate	3.60			\$1,422.00

Disbursements	
Description	Total
Travel Expenses	\$56.75
<b>Total Disbursements</b>	<b>\$56.75</b>

Current Fees:	5,839.50
Current Disbursements:	56.75
Total Current Invoice:	5,896.25
<b>Total Balance Due:</b>	<b>\$5,896.25</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479763

Account Number: 000141216-0001

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL ADVICE**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/09/10	E.F.	Conference call with Committee regarding plan update (1.2); confer with Seidel and Cooperman regarding budget litigation trust (.3).	1.50
08/09/10	E.F.	Review Plan Projections in preparation for conference call with Committee.	0.30
08/09/10	BNS	Respond to T. Mayer (KLNF) request for budget for litigation trust (1.2); conference with E. Fisher regarding same (.3); attend part of committee meeting as it related to funding of litigation trust (.5).	2.00
08/09/10	KLC	Participate in Committee call re: plan update (1.2); confer with Seidel and Fisher re: trust budget (0.3).	1.50
08/13/10	E.F.	E-mail with O'Neill (KLNF) concerning New GM stock transfer pursuant to the final plan.	0.40
08/16/10	BNS	Attend committee meeting to discuss plan and budget.	1.10
08/16/10	KLC	Participate in Committee call re: plan issues.	1.10
08/23/10	BNS	Review materials regarding preparation for committee call.	0.40
08/23/10	BNS	Participate on committee call regarding discussion of JPMorgan litigation.	1.00
08/23/10	KLC	Participate in Committee Call re: plan issues and JPM litigation.	1.00

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Account Number 000141216-0001

Invoice No. 8479763

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL ADVICE

PROFESSIONAL SERVICES

5,839.50

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479764

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through August 31, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services				
Timekeeper				Total

Shareholder				
Barry N. Seidel	0.30	hours at	\$725.00	\$217.50
Total For Shareholder	0.30			\$217.50

Associate				
Katie L. Cooperman	1.90	hours at	\$395.00	\$750.50
Total For Associate	1.90			\$750.50

Paralegal II				
Michelle Martinez	1.00	hours at	\$150.00	\$150.00
Frederick Capria	8.40	hours at	\$245.00	\$2,058.00
Total For Paralegal II	9.40			\$2,208.00

Disbursements	
Description	Total
Copies	\$120.20
Express Delivery Charges	\$209.75
<b>Total Disbursements</b>	<b>\$329.95</b>

Current Fees:	3,176.00
Current Disbursements:	329.95
Total Current Invoice:	3,505.95
<b>Total Balance Due:</b>	<b>\$3,505.95</b>

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September 15, 2010

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Account Number: 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/02/10	FJC	Review and revise ASCII files of invoices sent by accounting department in preparation for submission of fee application.	2.30
08/03/10	BNS	Review third interim fee application.	0.30
08/03/10	KLC	Correspondences to and from Capria re: third interim fee application.	0.30
08/04/10	KLC	Correspondences to and from Capria re: revisions to third interim fee application.	0.30
08/04/10	FJC	Merge revised ASCII files of invoiced charges into single file for submission to Bankruptcy Trustee and Fee Examiner (1.4); create ASCII, Acrobat (.pdf) images, and hard copy versions of Third Fee Application (2.5).	3.90
08/05/10	KLC	Telephone call to Capria re: filing third interim fee application; draft letter to BJ Gerber re: same; office conference with Capria re: same; correspondences to and from Capria re: same.	0.50
08/05/10	FJC	Meeting with M. Martinez re redacting assignment (.2); process redacted image of exhibit in preparation for electronic filing (.2); finalize all Acrobat (.pdf) images for electronic filing (.2); office conference with K. Cooperman re status of fee application electronic filing and submission to trustee (.1); revise and update ASCII files and Acrobat images (.6); transmit preliminary ASCII files to trustees office via e-mail (.3); electronically file fee application (.4); forward Acrobat images of filed fee application,	2.20

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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		along with ASCII version of same, to trustees office via e-mail (.2).	
08/05/10	MM	Redact Butzel invoices (0.8); office conference with Capria re: same (0.2).	1.00
08/12/10	KLC	Draft September budget.	0.30
08/13/10	KLC	Revise September budget; correspondences with Seidel re: same; correspondence to fee examiner re: same.	0.20
08/23/10	KLC	Correspondence from Seidel re: third interim fee hearing; correspondences to and from J. Sharret (KLNf) re: same; correspondence to R. Brooks (WGM) re: same.	0.30
<b>PROFESSIONAL SERVICES</b>			<b>3,176.00</b>

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PROFESSIONAL SERVICES posted through August 31, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	69.70	hours at	\$525.00	\$36,592.50
Barry N. Seidel	15.40	hours at	\$725.00	\$11,165.00
Total For Shareholder	85.10			\$47,757.50

Associate

Maria Caceres-Boneau	26.70	hours at	\$325.00	\$8,677.50
Katie L. Cooperman	101.60	hours at	\$395.00	\$40,132.00
Total For Associate	128.30			\$48,809.50

Paralegal II

Frederick Capria	18.50	hours at	\$245.00	\$4,532.50
Total For Paralegal II	18.50			\$4,532.50

Disbursements	
Description	Total
Copies	\$782.80
Computer Research	\$5,423.34
Express Delivery Charges	\$25.83
Travel Expenses	\$114.20
<b>Total Disbursements</b>	<b>\$6,346.17</b>

Current Fees:	101,099.50
Current Disbursements:	6,346.17
Total Current Invoice:	107,445.67
<b>Total Balance Due:</b>	<b>\$107,445.67</b>



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**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/01/10	E.F.	Revise opposition brief to incorporate additional research performed by Cooperman.	1.80
08/01/10	KLC	Revise counter-statement to JPMorgan's undisputed facts.	3.40
08/02/10	E.F.	Revise memorandum of law in opposition to summary judgment motion (8.8); meet with Cooperman concerning counter-statement of facts (1.6); revise brief based on comments and additional research from Cooperman and Seidel (1.1).	11.50
08/02/10	BNS	Review draft of reply brief regarding summary judgment motion (1.2) and suggest revisions (.6).	1.80
08/02/10	KLC	Revise counter-statement to JPMorgan's undisputed material facts in connection with opposition to summary judgment.	4.90
08/02/10	KLC	Revise memorandum in support of opposition to JPMorgan's motion for summary judgment (1.8); office conference with Fisher re: same (1.6); draft and revise declaration in support of same opposition (0.7); correspondence from Wilson re: fixtures (0.1).	4.20
08/02/10	FJC	Review summary judgment opposition brief.	0.30
08/03/10	E.F.	Review (1.2) and revise (1.7) counter-statement of undisputed facts; meet with Cooperman concerning 7056 statement (.4); e-mail to Committee regarding 7056 statement (.3); meet	5.80

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		with Seidel and Cooperman concerning revisions to memorandum of law (.6); revise memorandum of law to incorporate research regarding scope of authority issue [1.6].	
08/03/10	BNS	Analyze brief in reply to JPMorgan summary judgment motion (1.5); conference with E. Fisher and Cooperman regarding brief (.6).	2.10
08/03/10	KLC	Office conference with Fisher re: counter statement to JPMorgan's undisputed facts (.04); revise same counter-statement (2.4); office conference with Seidel and Fisher re: brief in opposition to JPMorgan's summary judgment motion (0.6); revise same brief re: agency restatement (0.8).	4.20
08/03/10	FJC	Cite-check brief re: opposition to SJ.	5.70
08/04/10	E.F.	Review (1.2) and revise opposition brief (1); review (1) and revise counter-statement of undisputed facts (1.3); e-mails with Cooperman regarding revisions to memorandum of law and counter-statement of undisputed facts (.2).	4.70
08/04/10	BNS	Review (1.2) and revise (.5) draft brief regarding summary judgment.	1.70
08/04/10	KLC	Revise brief opposing JPMorgan's motion for summary judgment (2.9); revise counter-statement to JPMorgan's undisputed facts re: same (3.4); correspondences to and from S. Garbato (EPIQ) re: service of same (0.3); correspondences to and from Capria re:	7.30

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		declaration exhibits re: same (0.3); correspondences to and from Fisher re: brief and counter-statement revisions (0.2); correspondence to Capria re: brief citations (0.2).	
08/04/10	FJC	Print out and process Acrobat (.pdf) images of exhibits to K. Cooperman declaration.	0.30
08/05/10	E.F.	Finalize opposition brief (2.3); finalize 7056 statement (1.1); review Cooperman declaration (.3); meet with Cooperman and Seidel regarding revisions to motion papers (.8); analyze brief filed by JPM in opposition to summary judgment (1.4); e-mail to Committee concerning same (.2); legal research concerning supplemental Duker affidavit (1.2).	7.30
08/05/10	BNS	Conference with E. Fisher and K. Cooperman to revise draft of brief regarding summary judgment motion (.8) ; review draft of counter statement of facts (.4) and provide K. Cooperman with revisions (.1).	1.30
08/05/10	KLC	Office conference with Fisher and Seidel re: opposition to JPMorgan's motion for summary judgment (0.8); revise brief re: same (1.8); revise declaration re: same (0.9); revise counter- statement re: same (2.2); retrieve standard termination statement from DE secretary of state (0.1); compare same to exhibit X (0.1); correspondences to and from Capria re: filing (0.3); correspondences to and from S. Garabato	7.20

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		(EPIQ) re: same (0.1); correspondence to J. Callagy (KDW) re: opposition papers (0.2); correspondence from S. Flanagan (KDW) re: JPMorgan opposition papers (0.1); review same (0.3); correspondences to and from Fisher re: same (0.3).	
08/05/10	FJC	Telephone calls to K. Cooperman re filing of summary judgment opposition papers (.2); prep Cooperman declaration for copying and binding (.1); additional review of brief re revised caselaw citations (.8); prep additional exhibit to Cooperman declaration (.1); update Cooperman declaration and revise copying and binding instructions (.2); review opposition brief table of contents and table of authorities and edit same (1.4); finalize all opposition papers for electronic filing and electronically file same (1.4).	4.20
08/06/10	E.F.	Review pre-motion letters concerning termination statement (.2); e-mails with Cooperman concerning same (.2).	0.40
08/06/10	E.F.	Teleconference with Seidel regarding JPM reply brief and strategy concerning supplemental Duker affidavit.	0.30
08/06/10	BNS	Telephone conference with E. Fisher regarding JPMorgan reply brief and strategy regarding supplemental Duker affidavit.	0.30
08/06/10	KLC	Review pre-motion letters re: JPMorgan's assertion re: termination statement;	0.50

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		correspondences to and from Fisher re: same.	
08/09/10	E.F.	Confer with Cooperman regarding JPM letters concerning pre-motion requests.	0.50
08/09/10	E.F.	Review data spreadsheets from Buonomo (New GM) relating to tooling and equipment.	0.30
08/09/10	E.F.	E-mails with Boneau regarding research in connection with reply brief.	0.10
08/09/10	KLC	Correspondence to and from S. Garabato (Epiq) re: service of opposition papers (0.1); review JPMorgan opposition papers (1.8); confer with Fisher re: same (0.5); prepare summary of JPMorgan's letters re: pre-motion request (0.2); review cases cited by JPMorgan in opposition to motion for summary judgment (1.3); meet with Boneau re: opposition research (0.4).	4.30
08/09/10	MCB	Meeting with K. Cooperman to discuss research assignments.	0.40
08/09/10	FJC	Prepare image and file affidavit of service of summary judgment opposition papers.	0.30
08/10/10	E.F.	Meet with Seidel regarding reply brief (.4); E-mails with Cooperman regarding legal research for reply brief in further support of summary judgment (.2).	0.60
08/10/10	BNS	Conference with E. Fisher regarding R. Duker supplemental affidavit and strategy and implications.	0.40

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08/11/10	E.F.	Legal research regarding lender diligence standard regarding UCC issues (0.7); conference with Seidel and Cooperman re: reply strategy (0.5).	1.20
08/11/10	BNS	Conference with E. Fisher and K. Cooperman to discuss status and strategy and reply brief.	0.50
08/11/10	KLC	Review secondary sources cited by JPMorgan in opposition to summary judgment motion (1.7); conference with Seidel and Fisher re: reply strategy (0.5); research policy re: revised Article 9 for reply to JPMorgan's opposition (0.9).	3.10
08/11/10	MCB	Research for cases setting forth the requirements of FRCP 56(f) (.4); research for cases in which the attorney's brief contradicts client's prior testimony (3.4); research for cases in which the opposition to summary judgment contradicts sworn testimony (3.1).	6.90
08/12/10	E.F.	Review outline of JP Morgan's opposition to motion for summary judgment (1.2).	1.20
08/12/10	KLC	Revise outline of JPMorgan's opposition to motion for summary judgment (3); office conference with Boneau re: mistake research (0.4); distinguish secondary sources cited by JPMorgan in its opposition (1.2).	4.60
08/12/10	MCB	Review cases re FRCP 56(f) affidavit (.6); review cases in which the motion papers contradict prior sworn testimony (1.7); meeting with K. Cooperman to discuss research results (.4);	7.60

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		research for cases in which the court grants FRCP 56(f) relief (.8); research the docket for sample forms related to FRCP 56(f) (.7); research for cases re: brief based on evidence in record (1.4); review cases granting FRCP 56(f) relief (.8); review cases re: brief based on evidence in record (1.2).	
08/13/10	E.F.	Review and revise outline for reply to JPMorgan's opposition to motion for summary judgment.	0.50
08/13/10	KLC	Draft and revise outline for reply to JPMorgan's opposition to motion for summary judgment (1.4); research re: oral modifications to written agreements (2.9); correspondences with Capria re: citations (0.1); research policy re: 2001 revisions to Uniform Commercial Code (3.1).	7.50
08/13/10	MCB	Draft summaries of cases re: memorandum of law and sworn testimony (1.8); draft summary of case re: memorandum of law and evidence on record (.8); review additional case re: memorandum of law must and evidence standards (.4); draft summaries of cases providing the requirements of a FRCP 56(f) affidavit (1.3); compile sample motion papers for K. Cooperman (.2); review article re: UCC termination dispute (.6); e-mail correspondence with K. Cooperman (.2); review the local rules re: motion made pursuant to FRCP 56(f) (.3).	5.60
08/13/10	FJC	Cite check article for K. Cooperman.	0.30

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08/14/10	KLC	Prepare summary of research re: modifications to written agreements (3.4); prepare summary of research re: revisions to Article 9 (2.4); correspondence to Fisher re: same (0.1).	5.90
08/15/10	KLC	Review results of research re: contradiction of sworn testimony (0.7); review Rule 56(f) research (0.4); review research re: duty to speak (0.6).	1.70
08/16/10	E.F.	Review results of research regarding 56(f) (.4), integration clause (1.3), and UCC amendments (.4); review secondary literature regarding UCC amendments (.5); draft reply brief in further support of summary judgment motion (1.6).	4.20
08/16/10	KLC	Office conference with Boneau re: research (0.4); research re: standard for disputed facts under local rules (2.4); research re: course of performance in secured transaction documents (2.2); correspondences with Capria re: citations (0.2); research re: signatory identity and public filings (0.4).	5.60
08/16/10	MCB	Meeting with K. Cooperman to discuss research (.4); research re: administrative agent liability (.6); review cases re same (.5).	1.50
08/16/10	FJC	Cite check K. Cooperman research memorandum re upcoming summary judgment motion reply papers (2.8); additional cite-checking of case law in connection with summary judgment reply papers (.8).	3.60



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08/17/10	E.F.	Draft reply brief in support of summary judgment motion (6.2); meet with Cooperman concerning results of factual and legal research to be incorporated into reply brief (1.2); teleconference with FTI, Seidel and Cooperman concerning valuation of Term Loan collateral (.8); conference with Cooperman and Seidel re: collateral (0.3).	8.50
08/17/10	BNS	Review materials supplied by FTI regarding collateral analysis (.4); conference with E. Fisher and K. Cooperman regarding same (.3); telephone conference with FTI regarding analysis and next steps (.8).	1.50
08/17/10	KLC	Office conference with Fisher re: JPMorgan reply (1.2); telephone call with Fisher, Seidel and FTI re: fixture valuation (0.8); confer with Fisher and Seidel re: same (0.3); research policy of rule 7056 (0.8); research modification of UCC contract cases (3.3); correspondence to Fisher re: Duker testimony (0.2); correspondences with J. Sharrett (KLNF) re: litigation proceeds (0.1); correspondences with Capria re: citations for JPMorgan reply (0.1); correspondence to Fisher and Seidel re: summary of 502(d) (0.3).	7.10
08/17/10	MCB	Review cases discussing administrative agent's liability (2.1); review cases discussing an indenture trustee's liability (1.0).	3.10
08/17/10	FJC	Cite check case law for K. Cooperman and	0.50

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		forward results of same via e-mail.	
08/18/10	E.F.	Teleconference with KLNf and Treasury regarding litigation proceeds (0.4); review and revise revise Reply to motion for summary judgment (4.5); review draft summary regarding 2001 UCC revisions (.8).	5.70
08/18/10	E.F.	Draft reply brief in support of summary judgment motion.	5.60
08/18/10	KLC	Telephone call with Fisher, KLNf and Treasury re: litigation proceeds (0.4); revise Reply to motion for summary judgment (5.8); correspondences with Capria re: citations for same (0.2); draft summary re: 2001 UCC revisions (1.5); revise summary re: contract modifications (0.3).	8.20
08/18/10	MCB	Review cases discussing indenture trustee's liability.	1.60
08/18/10	FJC	Office conference with P. Dumas re upcoming filing of reply papers (.1); cite check case law for K. Cooperman (.7).	0.80
08/19/10		Revise reply brief re: summary judgment motion (5.6); correspondences with FTI re: fixture filings (0.2); review JPMorgan summary judgment papers re: same (0.4); review same fixture filings (0.5); correspondences with Capria re: reply revisions (0.1).	6.80
08/19/10	FJC	Cite check and review pinpoint cites and quotations on draft reply brief and forward all	2.50

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		edits to K. Cooperman.	
08/20/10	E.F.	Revise reply brief (6.9); confer with Cooperman regarding revisions to reply brief (.4).	7.30
08/20/10	KLC	Research re: legal conclusions asserted as facts (0.6); revise JPMorgan reply brief (0.6); confer with Fisher re: same (0.4); correspondences with Fisher re: same (0.2).	1.80
08/22/10	BNS	Review JPM memo of law (1.8) and draft reply memo (.5).	2.30
08/23/10	BNS	Suggest revisions to reply brief.	1.10
08/23/10	KLC	Correspondences to and from K. Martarona (GDC) re: reply (0.4); revise reply per GDC revisions (1.2); correspondence from Seidel re: reply revisions (0.3); revise reply re: same (2).	3.90
08/24/10	BNS	Conference with K. Cooperman regarding revisions to reply brief.	0.30
08/24/10	KLC	Revise reply re: summary judgment motion (0.3); confer with Seidel re: same (0.3).	0.60
08/25/10	E.F.	Review final version of reply brief in connection with filing.	0.90
08/25/10	KLC	Revise reply in connection with summary judgment motion.	1.70
08/26/10	BNS	Final review of reply brief.	1.50
08/26/10	KLC	Finalize reply before filing (2.2); coordinate filing of reply (0.4); correspondence to and from EPIQ	4.70

**BUTZEL LONG**  
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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479765

Account Number 000141216-0006

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		re: service of reply (0.2); correspondence to Callagy (KDW) re: filed reply (0.1); correspondence to Committee re: same (0.1); correspondence from S. Flannagan (KDW) re: JPMorgan's reply (0.1); review same (1.5); correspondence to Committee re: same (0.1).	
08/27/10	KLC	Correspondences from J. Sharret (KLNF) and FTI re: fixture filing information.	0.20
08/30/10	E.F.	Confer with Cooperman regarding JPM reply brief and supplemental authority (.5); call with KLNF, Seidel, Cooperman and FTI regarding collateral valuation issues (.6).	1.10
08/30/10	BNS	Participate on conference call with FTI regarding fixtures and collateral valuation.	0.60
08/30/10	KLC	Review fixture correspondence from FTI in preparation for call (0.5); call with KLNF, FTI, Fisher and Seidel re: same (0.6); meet with Fisher re: reply and authority (0.5); correspondences with S. Garabato (EPIQ) re: service (0.1); correspondence from J. Santambrogio (FTI) re: fixture details (0.2).	1.90
08/31/10	E.F.	E-mail to Mayer (KLNF) regarding Term Loan Avoidance Action proceeds (.1); e-mail to Cooperman regarding same (.1).	0.20
08/31/10	KLC	Correspondence to T. Mayer (KLNF) re: term loan docket entry; correspondence to and from Fisher re: same; review same docket entry.	0.30

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September 15, 2010

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Invoice No. 8479765

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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

**PROFESSIONAL SERVICES**

**101,099.50**

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GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479766

Account Number 000141216-0007

**(Privileged and Confidential Information)**

PROFESSIONAL SERVICES posted through August 31, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total

Shareholder

Christopher J. Nelson	12.20	hours at	\$350.00	\$4,270.00
Eric Fisher	15.80	hours at	\$525.00	\$8,295.00
Barry N. Seidel	12.10	hours at	\$725.00	\$8,772.50
Total For Shareholder	40.10			\$21,337.50

Associate

Katie L. Cooperman	45.20	hours at	\$395.00	\$17,854.00
Total For Associate	45.20			\$17,854.00

Disbursements	
Description	Total
Copies	\$93.50
Computer Research	\$308.39
Travel Expenses	\$20.00
<b>Total Disbursements</b>	<b>\$421.89</b>

Current Fees:	39,191.50
Current Disbursements:	421.89
Total Current Invoice:	39,613.39
<b>Total Balance Due:</b>	<b>\$39,613.39</b>

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GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479766

Account Number: 000141216-0007

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/03/10	CN	Further analysis of objections to claims by Green Hunt Wedlake and Noteholders.	0.80
08/03/10	CN	Draft discovery requests to Green Hunt Wedlake.	3.20
08/03/10	CN	Draft discovery requests to Old GM.	1.20
08/03/10	CN	Draft discovery requests to Noteholders.	1.00
08/03/10	E.F.	Review draft interrogatories and document requests to Green Hunt Wedlake.	0.40
08/04/10	CN	Further revise discovery requests to Old GM.	1.80
08/04/10	CN	Further revise discovery requests to Noteholders.	0.60
08/04/10	E.F.	Confer with Cooperman regarding objection to additional claims.	0.10
08/04/10	E.F.	Review document requests to Old GM regarding Nova Scotia objection.	0.50
08/04/10	KLC	Telephone call with FTI re: objection to additional claims (0.2); confer with Fisher re: same (0.1); correspondence from J. Santambrogio (FTI) re: spreadsheet of claims (0.1); review same spreadsheet (0.4); revise document requests to Old GM re: Nova Scotia objection (.9).	1.70
08/05/10	CN	Further revise discovery requests.	2.20
08/09/10	E.F.	Revise document requests to noteholders regarding objections (1.2); revise interrogatories to noteholders regarding same (.9).	2.10
08/09/10	KLC	Revise document requests to noteholders re: objection (2.4); revise interrogatories to	3.60

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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		noteholders re: same (1.2).	
08/10/10	CN	Further revise initial written discovery requests.	0.40
08/10/10	E.F.	Review article regarding bondholder transaction (.2); review discovery requests (.5).	0.70
08/10/10	BNS	Send K. Cooperman email response regarding claims of individual bondholders and objection on grounds of duplication (.2); review article regarding lock-up agreement (.2).	0.40
08/10/10	KLC	Revise document requests to noteholders re: objection (3.6); revise interrogatories to noteholders re: same (2.2).	5.80
08/11/10	E.F.	Revise interrogatories (1.4) and document requests (1.7); confer with Cooperman regarding revisions to same (.7); confer with Seidel and Cooperman regarding case strategy and timing (.5).	4.30
08/11/10	BNS	Conference with E. Fisher and K. Cooperman to discuss discovery strategy.	0.50
08/11/10	KLC	Revise document requests to noteholders (1.6); revise interrogatories to noteholders (1.7); office conference with Fisher re: same (0.7); confer with Fisher and Seidel re: strategy (0.5).	4.50
08/12/10	CN	Analyze draft discovery (0.3); review of discovery regarding electronic documents/information (0.3).	0.60
08/12/10	E.F.	Review Greenberg Traurig's 2019 statement (.5); confer with Cooperman regarding discovery to	1.50



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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		noteholders (.4); review draft document requests (0.3) and interrogatories to noteholders (.3).	
08/12/10	BNS	Review draft of discovery requests.	1.70
08/12/10	KLC	Review Greenberg Traurig's 2019 statement (0.3); office conference with Fisher re: discovery to Noteholders (0.4); revise documents requests and interrogatories to Noteholders (0.9); correspondence to Seidel, Fisher and Nelson re: same (0.1).	1.70
08/13/10	CN	Work on electronic discovery issues.	0.40
08/13/10	E.F.	E-mail with Cooperman regarding discovery to noteholders.	0.10
08/13/10	KLC	Correspondences with Fisher re: discovery to Noteholders; correspondence to Committee re: same for review.	0.10
08/16/10	E.F.	Call with Mayer (KLNF), Cadwalader, USAO and Seidel regarding GUC funding for litigation of objection.	1.10
08/16/10	BNS	Review materials distributed by FTI regarding budget and draft plan (1.3); participate on call with Treasury, Fisher and KLNF regarding GUC budget for, inter alia, Nova Scotia (1.1); follow up correspondence to E. Fisher re: same (.3).	2.70
08/17/10	E.F.	Meet with Seidel and Cooperman concerning revisions to discovery to noteholders.	1.00
08/17/10	BNS	Conference with E. Fisher, K. Cooperman regarding strategy on discovery and revisions to	1.00

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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		document request (1.0).	
08/17/10	KLC	Meet with Fisher and Seidel re: discovery requests to Noteholders (1); correspondence to Committee re: same (0.1).	1.10
08/20/10	E.F.	E-mails with Greenberg Traurig regarding discovery schedule.	0.20
08/24/10	BNS	Conference with K. Cooperman regarding objections to Nova Scotia claims (.6); review Nova Scotia noteholders bar date motion (.4) and transcript of 11/20/09 hearing (.4).	1.40
08/24/10	KLC	Correspondences to and from J. Santambrogio (FTI) re: 14 nova scotia claims (0.3); brief review of same 14 claims and duplicates (4.1); telephone call with FTI and Alix re: same (0.3); review global claim filed by Greenberg (0.3); conference with Seidel re: same (0.6); review Greenberg motion and order re: global claim (0.2).	5.80
08/25/10	BNS	Consider strategy and approach re: individual noteholder claims.	0.60
08/25/10	BNS	Conference with K. Cooperman regarding Nova Scotia claims and preparation for 4p call with Alix, WG&M and FTI (.6); participate on 4p call regarding same (.8).	1.40
08/25/10	KLC	Prepare summary of claims and objections required (3.9); meet with Seidel re: same (0.6); telephone call with FTI, Alix, Seidel and Weil re: same (0.8).	5.30

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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/26/10	BNS	Draft email to N. Mitchell (Greenberg) regarding global proof of claim.	0.90
08/26/10	KLC	Correspondences with Seidel and N. Mitchell (Greenberg Traurig) re: meeting (0.2); draft amended objection re: 14 claims (4.1).	4.30
08/27/10	KLC	Continue drafting amended objection re: 14 claims.	2.30
08/30/10	E.F.	Confer with Seidel and Cooperman concerning amendment to objection (.7); follow-up meeting with Cooperman regarding same (.3); review and revise objection and amendment thereto (.5).	1.50
08/30/10	BNS	Conference with E. Fisher and K. Cooperman regarding additional Nova Scotia objections (.7); correspondence to E. Fisher regarding strategy (.2).	0.90
08/30/10	KLC	Office conference with Fisher re: Nova Scotia objection (0.3); revise amended objection re: Fisher comments (3.6); office conference with Fisher and Seidel re: same (0.7); review research re: 502(d) and standing (2.2); review equitable subordination research re: same (1.3).	8.10
08/31/10	E.F.	Review e-mails regarding Nova Scotia claims (.1); e-mail to Mayer (KLNF) regarding Nova Scotia objections (.1); review draft of NS first amended objection (.3).	0.50
08/31/10	E.F.	Legal research in connection with standing issues.	1.80

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GENERAL MOTORS CORPORATION

September 15, 2010

Account Number 000141216-0007

Invoice No. 8479766

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**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/31/10	BNS	Consider issues to be addressed at 9/1 meeting at Greenberg (.3) and prepare outline (.3).	0.60
08/31/10	KLC	Revise amended objection (0.8); correspondences to Seidel and Fisher re: same (0.1).	0.90
<b>PROFESSIONAL SERVICES</b>			<b>39,191.50</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479767

Account Number 000141216-0010

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: MONTHLY FEE STATEMENTS**

Professional Services				
Timekeeper				Total
Shareholder				
Barry N. Seidel	0.20	hours at	\$725.00	\$145.00
Total For Shareholder	0.20			\$145.00
Associate				
Katie L. Cooperman	2.40	hours at	\$395.00	\$948.00
Total For Associate	2.40			\$948.00

Current Fees:	1,093.00
Less 50% Fee Adjustment:	(546.50)
Current Disbursements:	0.00
Total Current Invoice:	546.50
<b>Total Balance Due:</b>	<b>\$546.50</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

September 15, 2010

Invoice No. 8479767

Account Number: 000141216-0010

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through August 31, 2010**

**RE: MONTHLY FEE STATEMENTS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
08/11/10	KLC	Revise July proformas in connection with July fee statement.	0.80
08/12/10	KLC	Correspondences with accounting re: July proformas.	0.10
08/18/10	KLC	Correspondences with Accounting re: July invoice revisions for July monthly statement [0.2]; Draft July fee statement (1).	1.20
08/24/10	KLC	Revise July monthly fee statement.	0.30
08/26/10	BNS	Review monthly fee statement.	0.20
<b>PROFESSIONAL SERVICES</b>			<b>1,093.00</b>

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 8, 2010

Invoice No. 8480645

Account Number 000141216-0001

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL ADVICE

Professional Services				
Timekeeper				Total

Shareholder

Eric Fisher	1.30	hours at	\$525.00	\$682.50
Barry N. Seidel	3.90	hours at	\$725.00	\$2,827.50
Total For Shareholder	5.20			\$3,510.00

Associate

Katie L. Cooperman	6.50	hours at	\$395.00	\$2,567.50
Total For Associate	6.50			\$2,567.50

Paralegal II

Frederick Capria	0.20	hours at	\$245.00	\$49.00
Total For Paralegal II	0.20			\$49.00

Current Fees:	\$6,126.50
Current Disbursements:	\$0.00
Total Current Invoice:	\$6,126.50
Total Balance Due:	\$6,126.50

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 8, 2010

Invoice No. 8480645

Account Number: 000141216-0001

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: GENERAL ADVICE**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/07/10	E.F.	Participate in Committee call concerning objection update.	0.70
09/07/10	BNS	Correspondence with E. Fisher regarding preparation for 3p conference call with Committee (.6); participate on conference call (.7); and follow up correspondence to E. Fisher and K. Cooperman (.6).	1.90
09/07/10	KLC	Participate in Committee call re: update.	0.70
09/07/10	FJC	Telephone call from individual creditor (.1); e-mail to case team re same (.1).	0.20
09/24/10	BNS	Review FTI update regarding budget for litigations.	0.50
09/28/10	KLC	Continue review of plan (1) and disclosure statement (0.7) re: reservation of post confirmation authority.	1.70
09/29/10	E.F.	Review Plan (.2) and Disclosure Statement (.2); review e-mail from Cooperman regarding same (.2).	0.60
09/29/10	BNS	Participate on committee call to discuss issues including DS objection and JPM lawsuit.	1.50
09/29/10	KLC	Participate in Committee call re: DS objection and JPM lawsuit (1.5); continue review of disclosure statement re: preservation of post confirmation authority (1.9); review debtors' schedules re: status of Nova Scotia claims in connection with disclosure statement (0.6).	4.10



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PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL ADVICE

PROFESSIONAL SERVICES

\$6,126.50

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October 8, 2010

Invoice No. 8480646

Account Number 000141216-0005

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS

Professional Services			
Timekeeper			Total

Associate

Katie L. Cooperman	0.30	hours at	\$395.00	\$118.50
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Total For Associate	0.30			\$118.50
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Disbursements	
Description	Total
Copies	\$31.00
Special Postal Charges	\$0.44
<b>Total Disbursements</b>	<b>\$31.44</b>

Current Fees:	\$118.50
Current Disbursements:	\$31.44
Total Current Invoice:	\$149.94
<b>Total Balance Due:</b>	<b>\$149.94</b>

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October 8, 2010

Invoice No. 8480646

Account Number: 000141216-0005

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: BUTZEL LONG FEE APPLICATIONS AND MONTHLY BUDGETS**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/14/10	KLC	Draft October budget; correspondence to Seidel re: same.	0.20
09/15/10	KLC	Correspondence to Fee Examiner re: October budget.	0.10

**PROFESSIONAL SERVICES**

**\$118.50**

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October 8, 2010

Invoice No. 8480647

Account Number 000141216-0006

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: JP MORGAN AVOIDANCE COMPLAINT

Professional Services					
Timekeeper					Total

Shareholder

Eric Fisher	2.90	hours at	\$525.00	\$1,522.50
Barry N. Seidel	4.30	hours at	\$725.00	\$3,117.50
Total For Shareholder	7.20			\$4,640.00

Associate

Katie L. Cooperman	4.30	hours at	\$395.00	\$1,698.50
Total For Associate	4.30			\$1,698.50

Paralegal II

Frederick Capria	0.20	hours at	\$245.00	\$49.00
Total For Paralegal II	0.20			\$49.00

Disbursements		
Description		Total
Copies		\$34.00
Filing Fees		\$0.88
Service Fees		\$2.86
Meal Expense		\$20.00
Total Disbursements		\$57.74

Current Fees:	6,387.50
Current Disbursements:	57.74
Total Current Invoice:	6,445.24
Total Balance Due:	\$6,445.24

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**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/01/10	BNS	Correspondence to E. Fisher regarding adjournment of summary judgment hearing date (.2); and email with Weil regarding same (.2).	0.40
09/02/10	E.F.	E-mails with Karotkin and Smolinsky (Weil) regarding date for oral argument on summary judgment motion.	0.20
09/02/10	BNS	Review JPM reply brief (1); and Rule 7056 counter stipulation (.8); discuss issues with K. Cooperman (.3); attention to rescheduling summary judgment hearing (.1).	2.20
09/02/10	KLC	Telephone call from noteholder re: litigation status; telephone call from BJ Gerber chambers re: oral argument; discuss JPM issues with Seidel; correspondences to Callagy (KDW) re: same.	0.40
09/03/10	E.F.	E-mails concerning scheduling of oral argument on Summary Judgment Motion.	0.20
09/03/10	KLC	Telephone call to Callagy (KDW) re: oral argument; correspondence from Callagy re: same; correspondence to M. Meises (WGM) re: same; telephone call to H. Blum (chambers) re: same.	0.20
09/08/10	FJC	Telephone call with individual creditor re: JPM.	0.20
09/14/10	KLC	Correspondence from J. Sharret (KLNF) re: committee update re: treasury.	0.10
09/14/10	KLC	Telephone call with FTI and L. Buonomo (New	0.60

# BUTZEL LONG

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UNSECURED CREDITORS COMMITTEE OF  
GENERAL MOTORS CORPORATION

October 8, 2010

Invoice No. 8480647

Account Number 000141216-0006

**(Privileged and Confidential Information)**

**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: JP MORGAN AVOIDANCE COMPLAINT**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		GM) re: term loan collateral valuation.	
09/21/10	E.F.	Telephone call with FTI and New GM regarding collateral valuation concerning term loan (0.5); follow-up call with Cooperman and FTI regarding same (0.2).	0.70
09/21/10	KLC	Telephone call with FTI and New GM re: collateral valuation re: term loan (0.5); follow up call with Fisher and FTI re: same (0.2).	0.70
09/22/10	KLC	Telephone call to and from D. Yousiff (Och-Ziff) re: term loan.	0.20
09/27/10	E.F.	Confer with Cooperman regarding collateral valuation issues.	0.20
09/27/10	BNS	Consider emails regarding status of informal discovery from New GM.	0.20
09/27/10	KLC	Telephone call with New GM and FTI re: collateral valuation; correspondences from A. Phillips (FTI) re: same; confer with Fisher re: same.	0.40
09/28/10	E.F.	E-mails with Macksoud (KLNF) concerning motion to enforce DIP order (.2); review (0.6) and comment upon draft motion to enforce DIP order (.3).	1.10
09/28/10	KLC	Calculate fees incurred per T. Mayer (KLNF) request re: motion to enforce DIP (0.3); correspondence from L. Macksoud (KLNF) re: same motion (0.1); review motion (0.4); confirm all interim fee applications were provided to Treasury re: same motion (0.3).	1.10

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09/29/10	E.F.	E-mails with Seidel and Cooperman regarding Kramer Levin draft motion.	0.50
09/29/10	BNS	Review draft of Kramer Levin motion to quiet title (0.9) and provide comments (0.3).	1.20
09/29/10	BNS	Telephone conference with T. Mayer (KLNF) regarding motion to quiet title.	0.30
09/29/10	KLC	Correspondence from L. Macksoud (KLNF) re: revised motion to enforce DIP (0.1); review same motion (0.2); correspondences to Fisher and Seidel re: mistake and authority issue re: same motion (0.1); review deposition exhibits re: same (0.2).	0.60
<b>PROFESSIONAL SERVICES</b>			<b>6,387.50</b>

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PROFESSIONAL SERVICES posted through September 30, 2010

RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

Professional Services				
Timekeeper				Total

## Shareholder

Eric Fisher	21.30	hours at	\$525.00	\$11,182.50
Robert Sidorsky	0.20	hours at	\$625.00	\$125.00
Barry N. Seidel	5.30	hours at	\$725.00	\$3,842.50
Total For Shareholder	26.80			\$15,150.00

## Associate

Laura E. Tedesco	6.00	hours at	\$215.00	\$1,290.00
Katie L. Cooperman	81.50	hours at	\$395.00	\$32,192.50
Total For Associate	87.50			\$33,482.50

## Paralegal II

Frederick Capria	4.50	hours at	\$245.00	\$1,102.50
Total For Paralegal II	4.50			\$1,102.50

Disbursements	
Description	Total
Copies	\$106.90
Special Postal Charges	\$6.24
Computer Research	\$3,425.07
Filing Fees	\$49.84
Professional Service-Other Counsel	\$16,532.32
Meal Expense	\$60.00
<b>Total Disbursements</b>	<b>\$20,180.37</b>



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October 8, 2010

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**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

Current Fees:	\$49,735.00
Current Disbursements:	\$20,180.37
Total Current Invoice:	\$69,915.37
<b>Total Balance Due:</b>	<b>\$69,915.37</b>

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**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/01/10	RS	Office conference with K. Cooperman regarding status.	0.20
09/01/10	E.F.	Meet with Cooperman to prepare for meeting with Zirinsky (GT) concerning NS objection (.5); e-mails with Mayer (KLNF) regarding status of NS proceeding (.3); review research concerning standing and assumption/assignment issues (.5); attend meeting with Zirinsky concerning discovery issues (1.6).	2.90
09/01/10	BNS	Review emails (0.2) and pleadings in preparation for meeting at Greenberg Traurig (.5); attend meeting at Greenberg Traurig (3p-4:30p) (1.6) with B. Zirinsky, et al.	2.30
09/01/10	BNS	Respond to Macksoud (KLNF) email regarding objection to NS noteholders' claim re: voting on plan.	0.30
09/01/10	KLC	Confer with Sidorsky re: status (0.2); meeting with Greenberg Traurig re: objection (1.6); prepare for same with Fisher (0.5); correspondence with J. Santambrogio (FTI) re: objections to claims (0.2); review objection re: meeting (0.6).	3.10
09/02/10	E.F.	Confer with Mayer (KLNF) regarding NS standing issues (.3); confer with Cooperman concerning legal research on standing issues (.4); correspondence to Seidel concerning NS standing issues (.3); review cases concerning 502(d) standing (.3).	1.30

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**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/02/10	KLC	Office conference with Fisher re: Nova Scotia objection and standing issues (0.4); research re: 502(d) in connection with avoidance (2.4); research committee standing in connection with equitable subordination (1.4).	4.00
09/03/10	E.F.	Review results of legal research regarding standing issues.	1.80
09/07/10	E.F.	Meet with Cooperman concerning analysis of standing issues (.7); analyze entitlement to sue issues raised by Greenberg (1.6).	2.30
09/07/10	KLC	Office conference with Fisher re: standing analysis (0.7); correspondence to Alix re: objections to Nova Scotia related claims (0.3); review master sale and purchase agreement to analyze claims sold to New GM (3.9).	4.90
09/08/10	KLC	Review research re: standing issues concerning 502(d) objection (3.8); prepare summary of research re: same (2.2); correspondences to Capria re: citations (0.2).	6.20
09/09/10	KLC	Revise analysis of master sale and purchase agreement re: claims sold to New GM in connection with objection strategy.	2.10
09/09/10	FJC	Cite check case law forwarded by K. Cooperman (1.0); correspondence to Cooperman with corrected cites (.1).	1.10
09/10/10	KLC	Telephone call to C. Nelson re: Nova Scotia update (0.1); further research re: 502(d)	6.80

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**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

<u>Date</u>	<u>Ikpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		disallowance and committees (3.3); further research re: equitable subordination claim raised via objection (3.4).	
09/11/10	KLC	Draft summary of equitable subordination re: recommendation memo to Committee.	4.80
09/13/10	E.F.	Meet with Cooperman concerning memorandum to Committee regarding standing issues (.5); analyze cases and notes concerning results of research regarding same (2.6).	3.10
09/13/10	KLC	Office conference with Fisher re: memorandum and recommendation for Committee (0.5); correspondences with Capria re: citations for same summary (0.2); revise research summary re: 502(d) (0.7) and 510(c) (1.1); revise research summary re: flow of funds (3.2); revise research summary re: sale agreement analysis (1.4).	7.10
09/13/10	FJC	Cite check case law (1.7); correspondence re: same to K. Cooperman (.1).	1.80
09/14/10	KLC	Correspondences with Capria re: citations (0.2); begin drafting recommendation memo for committee (4.6).	4.80
09/14/10	FJC	Cite checking of case law (.5); correspondence re: same to K. Cooperman (.1).	0.60
09/15/10	KLC	Continue drafting recommendation memorandum to Committee (9.2); correspondences with Capria re: citations for same (0.2).	9.40

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/15/10	FJC	Cite check case law for K. Cooperman.	0.20
09/16/10	E.F.	Review and revise draft memorandum regarding 60(b) standard (1.0); review research regarding executory contracts (1.5); review and revise draft memorandum regarding same (.5).	3.00
09/16/10	KLC	Supplemental research re: 60(b) standard (3.6); draft summary re: same (2.1); research re: executory contracts (4.2); draft summary re: same (1.6); correspondences with Capria re: citations (0.1).	11.60
09/16/10	FJC	Cite check case law (0.6) and email same to K. Cooperman (0.2).	0.80
09/17/10	E.F.	Review plan issues regarding standing carve outs (.6); review research collapsing of transactions and avoidance (.5); review memorandum concerning Committee's standing to pursue objection (.9); confer with Cooperman and Seidel regarding same (.7).	2.70
09/17/10	BNS	Conference with E. Fisher and K. Cooperman regarding legal issues on waiver and preservation of claims in plan and DS.	0.70
09/17/10	KLC	Telephone call with L. Tedesco re: assumption research and avoidance provisions of code (0.3); correspondence to Tedesco re: same (0.1); research plan issues re: standing carve outs (2); discuss same with Seidel and Fisher (0.7);	4.20

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RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
		research collapsing transactions and avoidance (1.1).	
09/17/10	LT	Telephone call with Cooperman regarding Research on Contract Assumption Defense under Bankruptcy law.	0.30
09/18/10	LT	Research regarding assumption as a bar to payments or obligations under the Code.	0.30
09/19/10	E.F.	Legal research concerning entitlement to sue issues.	0.60
09/19/10	KLC	Review research re: property of the estate.	0.60
09/19/10	LT	Further research regarding assumption as a bar to payments or obligations under the Code.	1.00
09/20/10	E.F.	Confer with Cooperman regarding case strategy issues.	0.40
09/20/10	BNS	Review memo draft regarding standing issues.	0.80
09/20/10	KLC	Further research re: escrowed funds (1.1); review cases re: collapsing transactions (1.2); correspondence to Tedesco re: same (0.1); begin analyzing 34 individual proofs of claim in connection with objecting (2.1); confer with Fisher re: case strategy (0.4).	4.90
09/20/10	LT	Research regarding assumption as a bar to payments under 548 and 549.	4.40
09/21/10	E.F.	Review draft recommendation memorandum (.4); e-mail to Cooperman regarding same (.1).	0.50

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<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/21/10	KLC	Continue research on property of the estate in connection with recommendation memorandum (2); continue research re: collapsing transactions re: same (1.1).	3.10
09/24/10	BNS	Consider issues regarding individual status and issues.	0.50
09/24/10	KLC	Analyze claims filed by beneficial bondholders re: Nova Scotia (1.9); telephone calls with D. Lockard (Alix) re: same (0.4); correspondence to Fisher and Seidel re: strategy.	2.60
09/27/10	E.F.	Revise memorandums regarding standing issues (.7); confer with Cooperman regarding same (.2).	0.90
09/27/10	KLC	Continue analysis re: potential objection to individual claims filed by beneficial bondholders of Nova Scotia Finance (0.4); confer with Fisher re: memo (0.2).	0.60
09/28/10	E.F.	Review results of research (0.9) and incorporate into memorandum to Committee concerning standing issues (0.6).	1.50
09/29/10	E.F.	E-mails with Canadian firm concerning Unlimited Liability Company Act and insolvency expertise.	0.30
09/29/10	BNS	Conference with K. Cooperman regarding plan treatment of NS bondholder claims.	0.70
09/29/10	KLC	Confer with Seidel re: plan treatment re: Nova Scotia (0.7).	0.70

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**PROFESSIONAL SERVICES posted through September 30, 2010**

**RE: GENERAL MOTORS NOVA SCOTIA FINANCE COMPANY**

**PROFESSIONAL SERVICES**

**\$49,735.00**



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UNSECURED CREDITORS COMMITTEE OF  
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October 8, 2010

Invoice No. 8480649

Account Number 000141216-0010

(Privileged and Confidential Information)

PROFESSIONAL SERVICES posted through September 30, 2010

RE: MONTHLY FEE STATEMENTS

Professional Services				
Timekeeper				Total

Associate

Katie L. Cooperman	2.40	hours at	\$395.00	\$948.00
Total For Associate	2.40			\$948.00

Paralegal II

Frederick Capria	2.70	hours at	\$245.00	\$661.50
Total For Paralegal II	2.70			\$661.50

Current Fees:	\$1,609.50
Less 50% Fee Adjustment:	\$(804.75)
Current Disbursements:	\$0.00
Total Current Invoice:	\$804.75
<b>Total Balance Due:</b>	<b>\$804.75</b>

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PROFESSIONAL SERVICES posted through September 30, 2010

RE: MONTHLY FEE STATEMENTS

<u>Date</u>	<u>Tkpr</u>	<u>Narrative Description</u>	<u>Hours</u>
09/13/10	KLC	Revise August proformas in connection with August fee statement.	1.00
09/22/10	KLC	Draft August fee statement.	1.10
09/23/10	KLC	Revise invoices re: August Fee statement.	0.10
09/24/10	KLC	Revise August fee statement.	0.20
09/28/10	FJC	Begin review of August monthly fee statement by checking charges and totals.	1.50
09/29/10	FJC	Complete review of monthly fee statement.	1.20
PROFESSIONAL SERVICES			\$1,609.50